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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

MESA AIR GROUP, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 10-10018 (MG)

(Jointly Administered)

**DEBTORS' MOTION PURSUANT TO SECTIONS 105(a)
AND 366 OF THE BANKRUPTCY CODE FOR APPROVAL OF
THE PROPOSED ADEQUATE ASSURANCE, APPROVAL OF THE
PROCEDURES FOR RESOLVING OBJECTIONS, AND PROHIBITING
UTILITIES FROM ALTERING, REFUSING, OR DISCONTINUING SERVICE**

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

Mesa Air Group, Inc. ("Mesa") and certain of its direct and indirect subsidiaries in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the "Debtors"), hereby file this motion (the "Motion") and respectively represent as follows:

¹ The Debtors are: Mesa Air Group, Inc. (2351); Mesa Air New York, Inc. (3457); Mesa In-Flight, Inc. (9110); Freedom Airlines, Inc. (9364); Mesa Airlines, Inc. (4800); MPD, Inc. (7849); Ritz Hotel Management Corp. (7688); Regional Aircraft Services, Inc. (1911); Air Midwest, Inc. (6610); Mesa Air Group Airline Inventory Management, LLC (2015); Nilchi, Inc. (5531); and Patar, Inc. (1653).

Preliminary Statement

1. The operation of the Debtors' businesses is dependent upon the uninterrupted services supplied by various utilities companies that provide electricity, water, and other utilities to the Debtors. The Debtors file this Motion to ensure that the utility services they receive from the utility companies are not interrupted on the basis of the commencement of these chapter 11 cases or a debt owed by the Debtors for utility services rendered prior to the petition date of these chapter 11 cases.

Background

2. On the date hereof (the "Petition Date"), the Debtors each commenced with this Court a voluntary case under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"). The Debtors are authorized to continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

3. The Debtors have requested authorization to consolidate their chapter 11 cases for procedural purposes only so that they may be jointly administered pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules").

Mesa's Business

4. Mesa is a holding company whose principal direct and indirect subsidiaries operate as regional air carriers providing scheduled passenger and airfreight service. As of the Petition Date, the Debtors' airline operations serve approximately 127 cities in 41 states, the District of Columbia, Canada, and Mexico. The Debtors operate a fleet of approximately 130 aircraft with approximately 700 daily system departures. The Debtors employ approximately 3,400 full and part-time employees.

5. Mesa Airlines, Inc. (“Mesa Airlines”) operates regional jet and turboprop aircraft under the names of regional carriers of certain major airlines pursuant to code-share agreements. Specifically, Mesa Airlines operates as (i) US Airways Express under code-share agreements with US Airways, Inc., (ii) as United Express under a code-share agreement with United Airlines, Inc., and (iii) independently in Hawaii as *go!* Mokulele (“go!”). Freedom Airlines, Inc. operates regional jet aircraft as Delta Connection under code-share agreements with Delta Air Lines, Inc. The remaining Debtors operate businesses, or own interests in businesses, that facilitate or enhance the Debtors’ regional or independent air carrier services. Nilchi, Inc. and Patar, Inc. hold investments.

6. As of September 30, 2009, the Debtors had consolidated assets¹ of approximately \$975 million, and consolidated liabilities of approximately \$869 million. The Debtors’ consolidated 2009 revenues were approximately \$968 million. Approximately 96% of the Debtors’ consolidated passenger revenues for the fiscal year ending September 30, 2009 were derived from operations associated with code-share agreements. The Debtors’ remaining passenger revenues are generated from their independent *go!* operations in Hawaii.

7. A detailed description of the Debtors’ businesses, capital structure, and the circumstances that precipitated the commencement of these chapter 11 cases is set forth in the *Declaration of Michael J. Lotz in Support of First Day Motions Pursuant to Local Bankruptcy Rule 1007-2* (the “Lotz Declaration”), filed contemporaneously herewith.

Jurisdiction

8. This Court has jurisdiction to consider this motion pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

¹ At book value.

Relief Requested

9. By this Motion, pursuant to sections 105(a) and 366 of the Bankruptcy Code, the Debtors seek (i) approval of the Proposed Adequate Assurance (as defined below), (ii) approval of the proposed procedures for resolving any objections to the Motion by the Utility Companies (as defined below) that the Proposed Adequate Assurance is not adequate, and (iii) to prohibit the Utility Companies from altering, refusing, or discontinuing service to, or discriminating against, the Debtors solely on the basis of the commencement of these chapter 11 cases or a debt that is owed by the Debtors for services rendered prior to the Petition Date.

The Debtors' Utility Companies

10. In connection with the operation of their businesses, the Debtors obtain electricity, water, telephone, and/or other similar services (collectively, the “Utility Services”), from approximately sixty (60) different utility companies (collectively, the “Utility Companies” and each, individually, a “Utility Company”). The Utility Companies, along with their respective affiliates, that provide Utility Services to the Debtors as of the Petition Date include but are not limited to those that are listed on the schedule annexed hereto as Exhibit A (the “Utility Service List”). The relief requested herein is requested with respect to all Utility Companies and is not limited to those listed on the Utility Companies List.²

11. To the best of the Debtors’ knowledge, there are no defaults or arrearages of any significance with respect to the Debtors’ undisputed invoices relating to Utility Services, other than the payment interruptions that may be caused by the commencement of these chapter 11

² Although the Debtors believe that the Utility Service List is a complete list, they reserve the right to supplement the list if it is determined that any Utility Company has been omitted by filing a notice with the Court (a “Supplemental Notice”). Moreover, the Debtors reserve the right to (i) declare that any of the entities listed on the Utility Service List are not utilities within the scope of section 366 of the Bankruptcy Code and (ii) argue that some or all of the services provided by any given Utility Company do not properly constitute “utility” services under section 366 of the Bankruptcy Code, and that, as such, section 366 of the Bankruptcy Code does not entitle such Utility Company to adequate assurance with respect to such services.

cases. The Debtors have significant cash on hand as of the Petition Date and do not anticipate needing outside financing. Accordingly, the Debtors intend and have the ability to pay their undisputed post-petition obligations to the Utility Companies on a timely basis, in accordance with their pre-petition practices. If, however, any Utility Company believes additional assurance is required than what the Debtors propose herein, they may file an objection to the relief requested in this Motion in accordance with the procedures set forth below.

The Adequate Assurance Deposit

12. Pursuant to section 366(c)(2) of the Bankruptcy Code, a utility company may alter, refuse or discontinue a chapter 11 debtor's utility service if the utility does not receive from the debtor or the trustee adequate "assurance of payment" within 30 days of the petition date of a debtor's chapter 11 case. Section 366(c)(1) of the Bankruptcy Code provides that "assurance of payment" to include, among other things, (i) a cash deposit, (ii) a letter of credit, (iii) a certificate of deposit, (iv) a surety bond, (v) a prepayment of utility consumption, or (vi) another form of security that is mutually agreed on between the utility and the debtor or trustee." 11 U.S.C. § 366(c)(1)(A).

13. As part of the relief requested in this Motion, the Debtors propose to provide adequate assurance of payment to each Utility Company, pursuant to section 366 of the Bankruptcy Code, in the form of a cash deposit (an "Adequate Assurance Deposit"), if requested by a Utility Company within the timeframe proposed herein.

14. The Debtors request that a Utility Company seeking an Adequate Assurance Deposit must make such request in writing to (i) Pachulski Stang Ziehl & Jones LLP, 150 California Street, 15th Floor, San Francisco, California 94111 (Attn: Debra I. Grassgreen and Joshua M. Fried) and Pachulski Stang Ziehl & Jones LLP, 780 Third Avenue, 36th Floor,

New York, NY 10017 (Attn: Maria A. Bove), attorneys for the Debtors and (ii) Mesa Air Group, Inc., Law Department 410 N. 44th St. Suite 700, Phoenix, Arizona 85008, (Attn: Brian S. Gillman, Esq.) ((i) and (ii) together, the “Notice Parties”), so that it is received on or before **4:00 p.m. (Prevailing Eastern Time) on January 12, 2010.**

15. The Debtors propose to provide an Adequate Assurance Deposit to any requesting Utility Company no more than five (5) business days after the receipt of such request, and such deposit will be equal to two (2) weeks’ of Utility Service, calculated based on the historical average of the past twelve (12) months, provided, that (i) such request is made in accordance with the procedures set forth herein, (ii) the requesting Utility Service does not already hold a deposit that is equal to or greater than two (2) weeks’ of Utility Services, and (iii) the requesting Utility Company is not currently paid in advance for its Utility Services. As a condition to requesting and accepting the Adequate Assurance Deposit, the requesting Utility Company will be deemed to have stipulated that the Adequate Assurance Deposit constitutes adequate assurance of payment to such Utility Company within the meaning of section 366 of the Bankruptcy Code.

16. The Debtors further request that any Adequate Assurance Deposit required by, and provided to, any Utility Company pursuant to the procedures described above be returned to the Debtors at the conclusion of these chapter 11 cases, if not returned or applied sooner.

17. On the facts of these cases, the Adequate Assurance Deposit (if timely requested), in conjunction with the Debtors’ ability to pay for future Utility Services in the ordinary course of business (collectively, the “Proposed Adequate Assurance”), constitutes sufficient adequate assurance of future payment to the Utility Companies to satisfy the

requirements of section 366 of the Bankruptcy Code. Nonetheless, if any Utility Company believes additional assurance is required, they may request such assurance pursuant to the procedures described below.

18. In light of the severe consequences to the Debtors of any interruption in services by the Utility Companies, but recognizing the right of the Utility Companies to evaluate the Proposed Adequate Assurance on a case-by-case basis, the Debtors request that any Utility Company not satisfied with an Adequate Assurance Deposit (i) must file an objection (“Objection”), which Objection shall (a) be in writing; (b) set forth the amount and form of additional assurance of payment requested, (c) set forth the location for which Utility Services are provided, (d) include a summary of the Debtors’ payment history to such Utility Company, including any security deposits, and (e) set forth why the Utility Company believes the Proposed Adequate Assurance is not sufficient adequate assurance of payment; and (ii) file the Objection with the Court and serve it upon the Notice Parties so that it is received on or before **4:00 p.m. (Prevailing Eastern Time) on January 12, 2010.**

19. The Court will determine the adequacy of the Proposed Adequate Assurance with respect to all Objections not resolved prior to the hearing pursuant to section 366(c) of the Bankruptcy Code.

20. Absent compliance with the procedures set forth herein to request an Adequate Assurance Deposit or final adjudication of a timely objection to the Proposed Adequate Assurance, the Utility Companies will be forbidden from altering, refusing, or discontinuing service as a result of any unpaid prepetition charges, or the Debtors’ failure to provide additional adequate assurance of payment other than the Proposed Adequate Assurance.

In addition, pending the entry of an order with respect to this Motion, the Utility Companies are prohibited from discontinuing, altering, or refusing service to the Debtors.

21. The Debtors submit that the Adequate Assurance Deposit, in conjunction with the Debtors' ability to pay for future Utility Services in the ordinary course of business, constitutes adequate assurance to the Utility Companies. Accordingly, upon entry of an order granting the relief sought in this Motion, any Utility Company that fails to timely request an Adequate Assurance Deposit on or before **4:00 p.m. (Prevailing Eastern Time) on January 12, 2010**, or otherwise file an objection to the Motion in accordance with the deadlines set forth below, will be deemed to have been provided with adequate assurance of payment as required by section 366 of the Bankruptcy Code and will be prohibited from discontinuing, altering, or refusing to provide Utility Services, including as a result of unpaid charges for prepetition Utility Services.

Subsequent Modification of the Utility Companies List

22. The Debtors have made an extensive and good faith effort to identify their Utility Companies and include them on the Utility Service List. Nonetheless, it is possible that certain Utility Companies have not yet been identified by the Debtors or included on the Utility Service List. To the extent that the Debtors identify additional Utility Companies, the Debtors will file a Supplemental Notice and shall serve such Supplemental Notice along with copies of the Order (when and if entered) by e-mail or fax (or, where the Debtors do not have the e-mail address or fax number for a Utility Company, by first-class mail) on all Utility Companies identified in such Supplemental Notice.

23. Mesa requests that the Order be binding on all Utility Companies, subject to their rights to the Proposed Adequate Assurance and to request additional adequate assurance,

regardless of when such Utility Company was added to the Utility Companies List by a Supplement Notice.

Basis for Relief Requested

24. Section 366 of the Bankruptcy Code provides that utility companies “may not alter, refuse or discontinue service to, or discriminate against, the trustee or the debtor solely on the basis of the commencement of a case under [title 11] or that a debt owed by the debtor to such utility for service rendered before the order for relief was not paid when due.” 11 U.S.C. § 366(a). Following the initial thirty (30) days after the commencement of a chapter 11 case, however, utility companies may discontinue utility service to the debtor if the debtor does not provide “adequate assurance of payment for utility service that is satisfactory to the utility.” 11 U.S.C. § 366(c)(2).

25. The purpose of section 366 is to protect debtors from a termination of service by a utility because of filing of the petition, while at the same time providing utility companies with adequate assurance of payment for post-petition utility service. *See* H.R. Rep. No. 95-95, at 350 (1978). Section 366(c)(1), as amended by the Bankruptcy Abuse and Consumer Protection Act of 2005 (“BAPCPA”), defines “assurance of payment” to mean several enumerated forms of security (*e.g.*, cash deposits, letters of credit, prepayment of utility service) and excludes from the definition certain other forms of security (*e.g.*, administrative expense priority for a utility’s claim). In addition, section 366(c)(3) provides what a court may not consider when determining whether a proposed assurance of payment is adequate (*e.g.*, a debtor’s pre-petition history of making timely payments to a utility).

26. While the amended section 366(c) clarifies what constitutes adequate assurance of payment, courts retain discretion to determine the adequacy and amount of assurance of payment

to a utility company, as they enjoyed prior to BAPCPA. *Compare* 11 U.S.C. § 366(b) (2005) (“On request of a party-in-interest and after notice and a hearing, the court may order reasonable modification of the amount of the deposit or other security necessary to provides adequate assurance.”) with 11 U.S.C. § 366(c)(3)(A) (“On request of a party-in-interest and after notice and a hearing, the court may order modification of the amount of an assurance payment under paragraph (2) [which is governed by an adequacy standard]”).

27. Congress has not changed the requirement that the assurance of payment only be “adequate.” In determining adequate assurance, the Court is not required to give the utility companies the equivalent of a guaranty of payment, but must only determine that the utility is not subject to an unreasonable risk of non-payment for post-petition services. *Adelphia Business Solutions, Inc.*, 280 B.R. 63, 80 (Bankr. S.D.N.Y. 2002); *In re Caldor, Inc. - N.Y.*, 199 B.R. 1, 3 (S.D.N.Y. 996), *aff’d*, 117 F.3d 646 (2d Cir. 1997). In making its decision as to the need for any additional post-petition deposit, the Court should ensure that the utility is treating the debtor the same as it would treat a similarly situated, non-bankruptcy debtor. *See Whittaker v. Philadelphia Elec. Co. (In re Whittaker)*, 84 B.R. 934,937 (Bankr. E.D. Pa. 1988), *aff’d*, 92 B.R. 110 (E.D. Pa. 1988), *aff’d*, 882 F.2d 791 (3d Cir. 1989).

28. In *Virginia Elec. & Power Co. v. Caldor, Inc. - N.Y.*, the United States Court of Appeals for the Second Circuit held that “[i]n deciding what constitutes ‘adequate assurance’ in a given case, a bankruptcy court must ‘focus upon the need of the utility for assurance,’ and to require that the debtor supply *no more than that*, since the debtor almost perforce has a conflicting need to conserve financial resources.” 117 F.3d 646, 650 (2d Cir. 1997) (emphasis added); *see also In re Magnesium Corp. of Am.*, 278 B.R. 698, 714 (Bankr. S.D.N.Y. 2002) (“Requiring [the debtor] to allocate valuable liquidity to provide further ‘adequate assurance’ to

satisfy obligations before their amount has been fixed would prejudice the entirety of [the debtor's] unsecured creditor body for the benefit of a single one.”).

29. Since the revised section 366(c)(3) still allows courts to order the modification of the amount of an assurance of payment and does not establish a minimum adequate assurance amount, courts remain free to require no deposit or security where none is necessary to ensure adequate assurance of payment in any particular case. Moreover, section 366 does not require that the assurance provided be “satisfactory” to the utility once a party seeks to have the court determine the appropriate amount of adequate assurances. Therefore, it is clear that the revised section 366 does not give utility companies a blank check or the right to extract from the Debtors whatever amount of adequate assurance they might desire.

30. The adequate assurance procedures set forth herein have been adopted in other chapter 11 cases. *See, e.g., In re Beach House Property, LLC*, No. 08-11761-BKC-RAM, 2008 WL 961498, at *2 (Bankr. S.D. Fla. Apr. 8, 2008). In *Beach House Property*, the court interpreted section 366(c) to mean that “a debtor may comply with § 366 by proposing a means and amount of adequate assurance in a motion filed at the start of a case,” and that “[a]s long as the debtor then pays the Court ordered amount by the 30th day, the debtor will have complied with § 366 and the utility may not discontinue service.” *Id.* It is not necessary, as some utility companies assert, for a debtor to pay the deposit in the amount requested by the utility company and then seek a reduction by a subsequent motion. *Id.* Instead, the court will generally “[set] an objection deadline and hearing date which allows for any dispute to be resolved prior to the 30 day deadline in § 366(C)(2).” *Id.* Failure to object, respond, or make a counter-demand prior to this deadline can be interpreted as acquiescence on the part of the utility company. *See In re Syroco Inc.*, 374 B.R. 60, 62 (Bankr. D.P.R. 2007).

31. This Court has the power under section 105(a) of the Bankruptcy Code “to issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of this title.” 11 U.S.C. § 105(a). The proposed procedures are wholly consistent with the intent and purpose of section 366 of the Bankruptcy Code and ensure the Debtors’ uninterrupted Utility Services without unduly prejudicing the Utility Companies or providing the Utility Companies with the power to impose adequate assurance deposits that are not justified and that are clearly inconsistent with the purpose and public policies of the Bankruptcy Code.

32. The relief requested in this Motion is similar to the relief granted in other recent chapter 11 cases. *See, e.g., In re Finlay Enterprises, Inc., et al.*, Case No. 09-14873 (JMP) (Bankr. S.D.N.Y. Sept. 3, 2009) [Docket No. 185]; *In re Lehman Brothers Holding, Inc.*, Case No. 08-13555 (JMP) (Bankr. S.D.N.Y. October 16, 2008) [Doc. No. 1096]; *In re Steve and Barry’s Manhattan LLC*, Case No. 08-12579 (ALG) (Bankr. S.D.N.Y. July 31, 2008) [Doc. No. 323]; *In re Frontier Airlines Holdings, Inc.*, Case No. 08-11298 (RDD) (Bankr. S.D.N.Y. May 2, 2008) [Docket No. 187]; *In re Lexington Precision Corporation*, Case No. 08-11153 (MG) (Bankr. S.D.N.Y. Apr. 22, 2008) [Doc. No. 82]; *Fortunoff Fine Jewelry and Silverware, LLC*, Case No. 08-10353 (JMP) (Bankr. S.D.N.Y. Feb. 29, 2008) [Doc. No. 307], (Bankr. S.D.N.Y. Feb. 4, 2008) [Doc. No. 28]; *Silicon Graphics, Inc.*, Case No. 06-10977 (ALG) (Bankr. S.D.N.Y. May 25, 2006) [Doc. No. 121] (same); *In re Dana Corp.*, Case No. 06-10354 (BRL) (Bankr. S.D.N.Y. Mar. 6, 2006) [Doc. No. 86)].

33. The relief requested in this Motion will ensure that the Debtors’ operations will not be disrupted by the alteration or discontinuance of Utility Services. The Debtors are engaged in the business of providing passenger transportation and cargo services to numerous domestic and international destinations and cannot continue to perform these services without Utility

Services. If a disruption occurred, the impact on the Debtors' business operations and revenue would be extremely harmful and accordingly, would impose a hardship on the Debtors and their estates that would adversely affect the administration of these chapter 11 cases and their efforts to reorganize in accordance with the requirements of the Bankruptcy Code.

34. In fact, even a temporary disruption could cause the Debtors to cease operations entirely, because without certain telecommunications services, the Debtors could lose access to passenger information and other information necessary to allow flights to depart and return as scheduled. The Debtors will suffer other consequences including loss of the ability to operate at some of their reservation centers, hangars, and cargo facilities. Thus, termination of utility services will result in substantial (and potentially irreparable) disruption to the Debtors' business, as well as loss of revenue and profits and, importantly, customer confidence. Termination of flights could strand customers on domestic and international flights, risking loss of customer loyalty and threatening relationships with the Debtors' code-share partners. The Debtors would be required to pay whatever amounts are demanded by the Utility Companies to avert the cessation of necessary Utility Services and, ultimately, the demise of their businesses. It is therefore critical that Utility Services continue uninterrupted.

Notice

35. No trustee or examiner has been appointed in these chapter 11 cases. The Debtors have served notice of this motion on (i) the Office of the United States Trustee for the Southern District of New York (Attn: Andrea B. Schwartz), (ii) those creditors holding the largest thirty (30) unsecured claims against the Debtors' estates (on a consolidated basis), (iii) those creditors or their agents holding the five (5) largest secured claims against the Debtors' estates, (iv) the Internal Revenue Service, (v) the Securities and Exchange Commission, and (vi)

the Utility Companies. A copy of this Motion, together with the court's order, will also be served upon the Utility Companies set forth in the Utility Companies List.

36. No previous request for the relief sought herein has been made to this or any other Court.

WHEREFORE, the Debtors requests entry of the attached order granting the relief requested herein and such other and further relief as is just.

Dated: January 5, 2010
New York, New York

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Maria A. Bove

Richard M Pachulski (*pro hac vice* pending)

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Proposed Attorneys for Debtors
and Debtors in Possession

EXHIBIT A

(Utility Service List)

Utility Company	Account Number	Type of Service	Utility Company Address
Allied Waste Services	3-0743-0018374	Waste	P.O. Box 9001099, Louisville, KY 40290-1099
Allied Waste Services	3-0753-0074591	Waste	P.O. Box 78829, Phoenix, AZ 85062-8829
Allied Waste Services	3-0742-0057470	Waste	P.O. Box 9001099, Louisville, KY 40290-1099
Allied Waste Services	3-0742-0021322	Waste-	P.O. Box 9001099, Louisville, KY 40290-1099
APS	110284285, Meter 697109	Electric	P.O. Box 2906, Phoenix, AZ 85062-2906
APS	428613282, Meter 465671	Electric	P.O. Box 2906, Phoenix, AZ 85062
APS	467704284, Meter 889041	Electric	P.O. Box 2906, Phoenix, AZ 85062
APS	610224289, Meter 889042	Electric	P.O. Box 2906, Phoenix, AZ 85062
APS	123143287, Meter 567325	Electric	P.O. Box 2906, Phoenix, AZ 85062
APS	12451282, Meter 888887	Electric	P.O. Box 2906, Phoenix, AZ 85062
APS	310224289, Meter J88278	Electric	P.O. Box 2906, Phoenix, AZ 85062
APS	331713289, Meter H60954	Electric	P.O. Box 2906, Phoenix, AZ 85062
APS	40451287, Meter G71900	Electric	P.O. Box 2906, Phoenix, AZ 85062
APS	533424280, Meter J88031	Electric	P.O. Box 2906, Phoenix, AZ 85062
APS	89284287, Ser #6259S60282	Electric	P.O. Box 2906, Phoenix, AZ 85062
APS	89284287, Ser #1489S60281	Electric	P.O. Box 2906, Phoenix, AZ 85062
APS	89284287, Ser #8769S60280	Electric	P.O. Box 2906, Phoenix, AZ 85062
Arizona State Univ.	Meter/Bldg 2304598	Electricity	6027 S. Sagewood, Mesa, AZ 85212
Arizona State Univ.	Meter/Bldg 276511	Water/Sewer	6027 S. Sagewood, Mesa, AZ 85212
Arizona State Univ.	SM17001	Telephone	7442 E. Tillman Avenue, Mesa, AZ 85212
AT&T	831-00-1337 647	IT Services	P.O. Box 79112, Phoenix, AZ 85062-9112
AT&T	171-791-6190 883	Telephone	P.O. Box 5019, Carol Stream, IL 60197-5019
AT&T	316 943-3215 871 9	Telephone-800 #S	P.O. Box 5001, Carol Stream, IL 60197-5001
AT&T	773 601 8626 729 8	Telephone-800 #	P.O. Box 8100, Aurora, IL 60507-8100
AT&T	773 601-5481 780 1	Telephone	P.O. Box 8100, Aurora, IL 60507
AT&T	773 601-8657 987 4	Telephone	P.O. Box 8100, Aurora, IL 60507
AT&T	773 686-3355 086 2	Telephone	P.O. Box 8100, Aurora, IL 60507
AT&T	773-686-5164 409 2	Telephone	P.O. Box 8100, Aurora, IL 60507
AT&T	8002-593-4557	Telephone	P.O. Box 5019, Carol Stream, IL 60197-5019
AT&T	8002-595-1742	Telephone	P.O. Box 5019, Carol Stream, IL 60197-5019
AT&T	831-000-0799 731	IT Services	P.O. Box 5019, Carol Stream, IL 60197-5019
AT&T	831-000-1379 689	IT Services	P.O. Box 5019, Carol Stream, IL 60197-5019
AT&T	960 758-2564 555 6	Telephone	P.O. Box 989045, West Sacramento, CA 95798
AT&T	999 010-1188 831	Telephone	P.O. Box 78522, Phoenix, AZ 85062-8522
AT&T	704 359-2875 001 3197	Telephone	P.O. Box 105262, Atlanta, GA 30348-5862
AT&T	704 M17-8527 528 3194	Telephone	P.O. Box 105262, Atlanta, GA 30348-5262
AT&T	803-822-0233 001 1892	Telephone	P.O. Box 105262, Atlanta, GA 30348-5262
AT&T	404 R13-6376 376	Telephone	P.O. Box 105320, Atlanta, GA 30348
AT&T	404 R13-6376 376	Telephone	P.O. Box 105320, Atlanta, GA 30348
BullsEye Telecom, Inc.	0027562	Telephone	P.O. Box 33025, Detroit, MI 48232-5025
City of Cayce	0930000590-01	Water/Sewer	P.O. Box 2002, Cayce, SC 29171
City of Cayce		Water	P.O. Box 2002, Cayce, SC 29171
Charlotte, City of	850119-377733 Meter 408041778/107248292	Water/Sewer	600 E 4TH ST, Charlotte, NC 28250-0001

Utility Company	Account Number	Type of Service	Utility Company Address
Cincinnati Bell	859-767-6140 237	Telephone	PO BOX 748003, CINCINNATI, OH 45274-8003
Cingular AT&T Mobility	BES00094828 no detail attached	Telephone	PO BOX 9004, Carol Stream, IL 60197-9004
Comcast	01668 232632-05-6 (571) 313-8152	Cable tv/on demand/Internet/voice	PO BOX 3005, Southeastern, PA 19398-3005
Comcast	01668 232901-05-5 (571) 313-8151	Cable tv/on demand/Internet/voice	PO BOX 3005, Southeastern, PA 19398-3005
Comcast	01668 232903-07-7 (571) 313-8150	Cable tv/on demand/Internet/voice	PO BOX 3005, Southeastern, PA 19398-3005
Cox Communications	001 0101 043736501	Cable for apartment AG230 Dulles	PO BOX 182819, Columbus, OH, 43218-2819
Cox Communications	001 8410 166213702 520-294-2334	Internet/telephone service	PO BOX 78071, Phoenix, AZ 85062
Cox Communications	001 8501 071053602	Cable business Vid Limited & Expanded Service	PO BOX 78071, Phoenix, AZ 85062
Cox Communications	001 8501 173954701	Internet	PO BOX 78071, Phoenix, AZ 85062
City of Des Moines	12702	Tele Equip and taxes	PO Box 1633, Des Moines, IA 50305-1633
DirecTV	011472806	Cable	PO BOX 60036, Los Angeles, CA 90060-0036
Dish Network	8255 70 708 0348621	Cable	DEPT 0063, Palatine, IL 60055-0063
Dish Network	8255 70 708 1157252	Cable	DEPT 0063, Palatine, IL 60055-0063
Dish Network	8255 70 708 1341062	Cable	DEPT 0063, Palatine, IL 60055-0063
Dominion Virginia Power	2705304943 Meter #0088250896	Electric	PO BOX 26543, Richmond, VA 23290-0001
Dominion Virginia Power	277960415 Meter #007125697	Electric	PO BOX 26543, Richmond, VA 23290-0001
Dominion Virginia Power	7322457396 Meter #0087873546	Electric	PO BOX 26543, Richmond, VA 23290-0001
Duke Energy	1114687919 Meter # 165880	Electric	PO BOX 70516, Charlotte, NC 28272-0516
Duke Energy	1356197787 Meter # 706278	Electric	PO BOX 70516, Charlotte, NC 28272-0516
Duke Energy	1973632272 Meter # 133321	Electric	PO BOX 70516, Charlotte, NC 28272-0516
Farmington, City of	18003-41948 Meter Water # 036852556 Meter Elec # 088894317	Water/Electric	PO BOX 4100, Farmington, NM, 87499-4100
Farmington, City of	18003-41954 Meter # 083726229	Water/Sewer/Electric	PO BOX 4100, Farmington, NM 87499-4100
Farmington, City of	18003-71246 Meter # 088894314	Electric	PO BOX 4100, Farmington, NM 87499-4100
Hawaiian Telcom	104000724500010	Telephone	PO BOX 30770, Honolulu, HI 96820-0770
Hawaiian Telcom	200000000004664	Telephone	PO BOX 30770, Honolulu, HI 96820-0770
Hawaiian Telcom	200000000005128	Telephone	PO BOX 30770, Honolulu, HI 96820-0770
Hawaiian Telcom	200000000006746	Telephone	PO BOX 30770, Honolulu, HI 96820-0770
Hawaiian Telcom	200000000009793	Telephone	PO BOX 30770, Honolulu, HI 96820-0770

Utility Company	Account Number	Type of Service	Utility Company Address
Hawaiian Telcom	200000000011724	Telephone	PO BOX 30770, Honolulu, HI 96820-0770
Hawaiian Telcom	2000000000128398	Telephone	PO BOX 30770, Honolulu, HI 96820-0770
Ista, North America	001-511-4012-08	Water/Sewer	PO BOX 650596, Dallas, TX 75265-0596
Ista, North America	001-511-4020-09	Water/Sewer	PO BOX 650596, Dallas, TX 75265-0596
Ista, North America	001-511-4740-04	Water/Sewer	PO BOX 650596, Dallas, TX 75265-0596
MCI	7DK34610	Telephone	27732 NETWORK PLACE, CHICAGO, IL 60673-1277
City of Mesa	592154-160734	Water/Sewer/Gas	PO BOX 1878, Mesa, AZ 85211-1878
City of Mesa	592154-160734	Water/Sewer/Gas	PO BOX 1878, Mesa, AZ 85211-1878
City of Mesa	592154-160734	Water/Sewer/Gas	PO BOX 1878, Mesa, AZ 85211-1878
City of Mesa	592154-160734	Water/Sewer/Gas	PO BOX 1878, Mesa, AZ 85211-1878
City of Mesa	592154-276511	Water/Sewer/Gas	PO BOX 1878, Mesa, AZ 85211-1878
City of Mesa	592154-276511	Water/Sewer/Gas	PO BOX 1878, Mesa, AZ 85211-1878
City of Mesa	592154-161529	Water/Sewer/Gas	PO BOX 1878, Mesa, AZ 85211-1878
City of Mesa	592154-161529	Water/Sewer/Gas	PO BOX 1878, Mesa, AZ 85211-1878
City of Mesa	592154-161529	Water/Sewer/Gas	PO BOX 1878, Mesa, AZ 85211-1878
City of Mesa	592154-161451	Water/Sewer/Gas	PO BOX 1878, Mesa, AZ 85211-1878
City of Mesa	592154-161451	Water/Sewer/Gas	PO BOX 1878, Mesa, AZ 85211-1878
Metropolitan WA. Apt. Auth.	MESA-200	Telephone	PO BOX 402816, Atlanta, GA 30353-2816
New Mexico Gas #22225	086663515-0890757-3 Meter # 6118372	Gas	PO BOX 27839, Albuquerque, NM 87152-7839
City of Phoenix	0-0933-0020-08	Water	PO BOX 29663, Phoenix, AZ 85038-9663
City of Phoenix	0-0936-0013-07	Water	PO BOX 29663, Phoenix, AZ 85038-9663
City of Phoenix	0-0936-0015-06	Water	PO BOX 29663, Phoenix, AZ 85038-9663
City of Phoenix	0-1036-0083-17	Water	PO BOX 29663, Phoenix, AZ 85038-9663
Piedmont Natural Gas	4001790933003 Meter # 102761	Gas	PO BOX 533500, Atlanta, GA 30353-3500
Piedmont Natural Gas	9002909601001 Meter # 788196	Gas	PO BOX 533500, Atlanta, GA 30353-3500
PSNC Energy	9-2100-7075-9901 Meter # 000493220	Electric	PO BOX 100256, Columbia, SC 29202-3256
Qwest	77329065	DS1 Local Loop Farmington/Phx	PO BOX 856169, Louisville, KY 40285
Qwest	14635 ARIZONA	Telephone	PO BOX 2348, Seattle, WA 98111-2348
Qwest	14635 COLORADO	Telephone	PO BOX 2348, Seattle, WA 98111-2348
Qwest	14635 NEW MEXICO	Telephone	PO BOX 2348, Seattle, WA 98111-2348
Qwest	480-D08-1059-059	Telephone	PO BOX 29080, Phoenix, AZ 85038-9080
Qwest	480-D08-1093-093	Telephone	PO BOX 29080, Phoenix, AZ 85038-9080

Utility Company	Account Number	Type of Service	Utility Company Address
Qwest	505-564-5909 458B	Telephone	PO Box 29040, Phoenix, AZ 85038-9040
Salt River Project	14649	Electric - water delivery	PO BOX 2950, Phoenix, AZ 85062-2950
Salt River Project	042-830-009 Meter # 5160	Electric / General Serv	PO BOX 2950, Phoenix, AZ 85062-2950
Salt River Project	142-730-008 Meter # 812772	Electric / General Serv	PO BOX 2950, Phoenix, AZ 85062-2950
Salt River Project	151-930-007 Meter # 1102342	Electric / General Serv	PO BOX 2950, Phoenix, AZ 85062-2950
Salt River Project	274-630-007 Meter # 2187	Electric / General Serv	PO BOX 2950, Phoenix, AZ 85062-2950
Salt River Project	374-630-007 Meter # 812804	Electric / General Serv	PO BOX 2950, Phoenix, AZ 85062-2950
Salt River Project	687-140-009 Meter # 1193650	Electric / General Serv	PO BOX 2950, Phoenix, AZ 85062-2950
Salt River Project	799-810-006	Electric / General Serv	PO BOX 2950, Phoenix, AZ 85062-2950
Salt River Project	803-040-008 Meter # 1012210	Electric / General Serv	PO BOX 2950, Phoenix, AZ 85062-2950
Salt River Project	905-930-009 Meter # 884654	Electric / General Serv	PO BOX 2950, Phoenix, AZ 85062-2950
Salt River Project	920-040-007 Meter # 1208663	Electric / General Serv	PO BOX 2950, Phoenix, AZ 85062-2950
SCE&G	0-2100-6116-5512 Meter # 000949814	Electric	PO BOX 100255, Columbia, SC 29202-3255
SCE&G	0-2100-7570-4604 Meter # 000963354	Electric/Gas	PO BOX 100255, Columbia, SC 29202-3255
Sprint	182712323	Access/Cellular/Messagin g	PO BOX 4181, Carol Stream, IL 60197-4181
SPRINT/NEXTEL COMM	515655364	Access/Cellular/Messagin g	PO BOX 4181, Carol Stream, IL 60197-4181
Tempe, City of	105307-00225507	Commercial Refuse	PO BOX 29617, Phoenix, AZ 85038-9617
Ute Water Conservancy	3.23733.10	Water	PO BOX 460, Grand Junction, CO 81502
Verizon	000932501130 37Y (703) 661-6690	Telephone/high speed internet	PO BOX 660720, Dallas, TX 75266-0720
Verizon	01 1728 1164501968 08 (805) 683-2868	Telephone	PO BOX 9688, Misson Hills, CA 91346-9688
Verizon	319813775-00001	Telephone	PO BOX 660108, Dallas, TX 75266-0108
Verizon Business	91967681	Telephone	PO BOX 382040, Pittsburgh, PA 15251-8040
Washington Gas	3822375246 Meter #P08785	Gas	PO BOX 37747, Philadelphia, PA 19101-5047
Washington Gas	3822375899 Meter #P08782	Gas	PO BOX 37747, Philadelphia, PA 19101-5047
Washington Gas	3822379974 Meter #P07775	Gas	PO BOX 37747, Philadelphia, PA 19101-5047
Waste Management	007-0030144-0576-9	Waste	PO BOX 78251, Phoenix, AZ 85062-8251
Waste Management	571-0081314-1571-6	Waste	PO BOX 78251, Phoenix, AZ 85062-8251
Waste Management	093-0054341-0093-8	Waste	PO BOX 13648, Philadelphia, PA 19101-3648
Waste Management	571-0126644-1571-3	Waste	PO BOX 78251, Phoenix, AZ 85062-8251

Utility Company	Account Number	Type of Service	Utility Company Address
Waste Management (Carmel Marina Corp)	527-0050552-0527-1	Waste	PO BOX 78251, Phoenix, AZ 85062-8251
Willaims Campus Housing	WILLIAMS CAMPUS HOUSING	Phone Service	5931 S. STERLING, Mesa, AZ 85212
Xcel Energy	53-3459443-9 Meter Elec # 0000AGJ17606	Gas	PO BOX 9477, Minneaplois, MN 55484-9477
Xcel Energy	53-3459443-9 Meter Elec # 0000W105645S	Electric	PO BOX 9477, Minneaplois, MN 55484-9477
Xcel Energy	53-3459443-9 Meter Elec # 0000W39939T	Electric	PO BOX 9477, Minneaplois, MN 55484-9477
Xcel Energy	53-3459443-9 Meter Gas # 0000C1251375	Gas	PO BOX 9477, Minneaplois, MN 55484-9477
City of Tempe	105307-00225507	Commercial Refuse	PO BOX 29617, Phoenix, AZ 85038-9617

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

MESA AIR GROUP, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 10-_____ ()

(Jointly Administered)

**ORDER PURSUANT TO SECTIONS 105(a)
AND 366 OF THE BANKRUPTCY CODE APPROVING
THE PROPOSED ADEQUATE ASSURANCE, APPROVING THE
PROCEDURES FOR RESOLVING OBJECTIONS, AND PROHIBITING
UTILITIES FROM ALTERING, REFUSING OR DISCONTINUING SERVICE**

Upon the motion, dated January 5, 2010 (the “Motion”), of Mesa Air Group, Inc. (“Mesa Group”) and certain of its subsidiaries and affiliates, as debtors and debtors in possession (collectively, the “Debtors”), seeking (i) approval of the adequate assurance deposit (the “Adequate Assurance Deposit”) of future payment for utility services (the “Utility Services”) as described in the Motion (the “Proposed Adequate Assurance”), (ii) approval of the proposed procedures for resolving any objections to the Motion by the utility companies (the “Utility Companies”) set forth on the schedule annexed hereto as Exhibit A, and (iii) to prohibit the Utility Companies from altering, refusing, or discontinuing service to, or discriminating against, the Debtors solely on the basis of the commencement of these chapter 11 cases or a debt that is owed by the Debtors for services rendered prior to the Petition Date, all as described more fully in the Motion; and the Court having jurisdiction is to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and the Standing Order M-61 Referring to Bankruptcy Judges for the Southern District of New York Any and All Proceedings Under

¹ The Debtors are: Mesa Air Group, Inc. (2351); Mesa Air New York, Inc. (3457); Mesa In-Flight, Inc. (9110); Freedom Airlines, Inc. (9364); Mesa Airlines, Inc. (4800); MPD, Inc. (7849); Ritz Hotel Management Corp. (7688); Regional Aircraft Services, Inc. (1911); Air Midwest, Inc. (6610); Mesa Air Group Airline Inventory Management, LLC (2015); Nilchi, Inc. (5531); and Patar, Inc. (1653).

Title 11, dated July 10, 1984 (Ward Acting C.J.); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and due and proper notice of the Motion having been provided and that no other or further notice is necessary; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their estates and creditors, and all parties in and that the legal and factual bases set forth in the Motion and the Declaration of Michael J. Lotz in Support of First Day Motions establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Motion is granted and approved to the extent provided herein; and it is further

ORDERED that the Debtors' Proposed Adequate Assurance satisfies the requirements under section 366 of the Bankruptcy Code; and it is further

ORDERED that no Utility Company shall (a) discontinue, alter, or refuse service to, or discriminate against, the Debtors on the basis of the commencement of these chapter 11 cases or as a result of any unpaid prepetition charges, or (b) require additional adequate assurance of payment, other than the Adequate Assurance Deposit supplied; and it is further

ORDERED that any Utility Company that failed to **by no later than 4:00 p.m. (Prevailing Eastern Time) on January 12, 2010** its (i) request for an Adequate Assurance Deposit or (ii) file an Objection to the Motion is deemed to have adequate assurance that is satisfactory to it, within the meaning of section 366 of the Bankruptcy Code; and it is further

ORDERED that the Debtors are authorized to supplement, as necessary, the list of Utility Companies annexed as Exhibit A hereto (the "Utility Service List"), and that this Order

shall apply to any such Utility Company that is subsequently added to the Utility Service List;
and it is further

ORDERED that any Adequate Assurance Deposit requested by, and provided to,
any Utility Company pursuant to the Motion shall be returned to the Debtors at the conclusion of
these chapter 11 cases, if not returned or applied earlier; and it is further

ORDERED that the Debtors are authorized and empowered to take all actions
necessary or appropriate to implement the relief granted in this Order; and it is further

ORDERED that nothing in this Order or the Motion shall be deemed to constitute
the postpetition assumption or adoption of any agreement pursuant to section 365 of the
Bankruptcy Code; and it is further

ORDERED that the Debtors' service of the Motion upon the Utility Companies
shall not constitute an admission or concession that such entities are a utility within the meaning
of section 366 of the Bankruptcy Code, and the Debtors reserve all rights and defenses with
respect thereto; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all
matters arising from or related to the implementation and/or interpretation of this Order.

Dated: January __, 2010
New York, New York

UNITED STATES BANKRUPTCY JUDGE

EXHIBIT A

(Utility Service List)

Utility Company	Account Number	Type of Service	Utility Company Address
Allied Waste Services	3-0743-0018374	Waste	P.O. Box 9001099, Louisville, KY 40290-1099
Allied Waste Services	3-0753-0074591	Waste	P.O. Box 78829, Phoenix, AZ 85062-8829
Allied Waste Services	3-0742-0057470	Waste	P.O. Box 9001099, Louisville, KY 40290-1099
Allied Waste Services	3-0742-0021322	Waste-	P.O. Box 9001099, Louisville, KY 40290-1099
APS	110284285, Meter 697109	Electric	P.O. Box 2906, Phoenix, AZ 85062-2906
APS	428613282, Meter 465671	Electric	P.O. Box 2906, Phoenix, AZ 85062
APS	467704284, Meter 889041	Electric	P.O. Box 2906, Phoenix, AZ 85062
APS	610224289, Meter 889042	Electric	P.O. Box 2906, Phoenix, AZ 85062
APS	123143287, Meter 567325	Electric	P.O. Box 2906, Phoenix, AZ 85062
APS	12451282, Meter 888887	Electric	P.O. Box 2906, Phoenix, AZ 85062
APS	310224289, Meter J88278	Electric	P.O. Box 2906, Phoenix, AZ 85062
APS	331713289, Meter H60954	Electric	P.O. Box 2906, Phoenix, AZ 85062
APS	40451287, Meter G71900	Electric	P.O. Box 2906, Phoenix, AZ 85062
APS	533424280, Meter J88031	Electric	P.O. Box 2906, Phoenix, AZ 85062
APS	89284287, Ser #6259S60282	Electric	P.O. Box 2906, Phoenix, AZ 85062
APS	89284287, Ser #1489S60281	Electric	P.O. Box 2906, Phoenix, AZ 85062
APS	89284287, Ser #8769S60280	Electric	P.O. Box 2906, Phoenix, AZ 85062
Arizona State Univ.	Meter/Bldg 2304598	Electricity	6027 S. Sagewood, Mesa, AZ 85212
Arizona State Univ.	Meter/Bldg 276511	Water/Sewer	6027 S. Sagewood, Mesa, AZ 85212
Arizona State Univ.	SM17001	Telephone	7442 E. Tillman Avenue, Mesa, AZ 85212
AT&T	831-00-1337 647	IT Services	P.O. Box 79112, Phoenix, AZ 85062-9112
AT&T	171-791-6190 883	Telephone	P.O. Box 5019, Carol Stream, IL 60197-5019
AT&T	316 943-3215 871 9	Telephone-800 #S	P.O. Box 5001, Carol Stream, IL 60197-5001
AT&T	773 601 8626 729 8	Telephone-800 #	P.O. Box 8100, Aurora, IL 60507-8100
AT&T	773 601-5481 780 1	Telephone	P.O. Box 8100, Aurora, IL 60507
AT&T	773 601-8657 987 4	Telephone	P.O. Box 8100, Aurora, IL 60507
AT&T	773 686-3355 086 2	Telephone	P.O. Box 8100, Aurora, IL 60507
AT&T	773-686-5164 409 2	Telephone	P.O. Box 8100, Aurora, IL 60507
AT&T	8002-593-4557	Telephone	P.O. Box 5019, Carol Stream, IL 60197-5019
AT&T	8002-595-1742	Telephone	P.O. Box 5019, Carol Stream, IL 60197-5019
AT&T	831-000-0799 731	IT Services	P.O. Box 5019, Carol Stream, IL 60197-5019
AT&T	831-000-1379 689	IT Services	P.O. Box 5019, Carol Stream, IL 60197-5019
AT&T	960 758-2564 555 6	Telephone	P.O. Box 989045, West Sacramento, CA 95798
AT&T	999 010-1188 831	Telephone	P.O. Box 78522, Phoenix, AZ 85062-8522
AT&T	704 359-2875 001 3197	Telephone	P.O. Box 105262, Atlanta, GA 30348-5862
AT&T	704 M17-8527 528 3194	Telephone	P.O. Box 105262, Atlanta, GA 30348-5262
AT&T	803-822-0233 001 1892	Telephone	P.O. Box 105262, Atlanta, GA 30348-5262
AT&T	404 R13-6376 376	Telephone	P.O. Box 105320, Atlanta, GA 30348
AT&T	404 R13-6376 376	Telephone	P.O. Box 105320, Atlanta, GA 30348
BullsEye Telecom, Inc.	0027562	Telephone	P.O. Box 33025, Detroit, MI 48232-5025
City of Cayce	0930000590-01	Water/Sewer	P.O. Box 2002, Cayce, SC 29171
City of Cayce		Water	P.O. Box 2002, Cayce, SC 29171
Charlotte, City of	850119-377733 Meter 408041778/107248292	Water/Sewer	600 E 4TH ST, Charlotte, NC 28250-0001

Utility Company	Account Number	Type of Service	Utility Company Address
Cincinnati Bell	859-767-6140 237	Telephone	PO BOX 748003, CINCINNATI, OH 45274-8003
Cingular AT&T Mobility	BES00094828 no detail attached	Telephone	PO BOX 9004, Carol Stream, IL 60197-9004
Comcast	01668 232632-05-6 (571) 313-8152	Cable tv/on demand/Internet/voice	PO BOX 3005, Southeastern, PA 19398-3005
Comcast	01668 232901-05-5 (571) 313-8151	Cable tv/on demand/Internet/voice	PO BOX 3005, Southeastern, PA 19398-3005
Comcast	01668 232903-07-7 (571) 313-8150	Cable tv/on demand/Internet/voice	PO BOX 3005, Southeastern, PA 19398-3005
Cox Communications	001 0101 043736501	Cable for apartment AG230 Dulles	PO BOX 182819, Columbus, OH, 43218-2819
Cox Communications	001 8410 166213702 520-294-2334	Internet/telephone service	PO BOX 78071, Phoenix, AZ 85062
Cox Communications	001 8501 071053602	Cable business Vid Limited & Expanded Service	PO BOX 78071, Phoenix, AZ 85062
Cox Communications	001 8501 173954701	Internet	PO BOX 78071, Phoenix, AZ 85062
City of Des Moines	12702	Tele Equip and taxes	PO Box 1633, Des Moines, IA 50305-1633
DirecTV	011472806	Cable	PO BOX 60036, Los Angeles, CA 90060-0036
Dish Network	8255 70 708 0348621	Cable	DEPT 0063, Palatine, IL 60055-0063
Dish Network	8255 70 708 1157252	Cable	DEPT 0063, Palatine, IL 60055-0063
Dish Network	8255 70 708 1341062	Cable	DEPT 0063, Palatine, IL 60055-0063
Dominion Virginia Power	2705304943 Meter #0088250896	Electric	PO BOX 26543, Richmond, VA 23290-0001
Dominion Virginia Power	277960415 Meter #007125697	Electric	PO BOX 26543, Richmond, VA 23290-0001
Dominion Virginia Power	7322457396 Meter #0087873546	Electric	PO BOX 26543, Richmond, VA 23290-0001
Duke Energy	1114687919 Meter # 165880	Electric	PO BOX 70516, Charlotte, NC 28272-0516
Duke Energy	1356197787 Meter # 706278	Electric	PO BOX 70516, Charlotte, NC 28272-0516
Duke Energy	1973632272 Meter # 133321	Electric	PO BOX 70516, Charlotte, NC 28272-0516
Farmington, City of	18003-41948 Meter Water # 036852556 Meter Elec # 088894317	Water/Electric	PO BOX 4100, Farmington, NM, 87499-4100
Farmington, City of	18003-41954 Meter # 083726229	Water/Sewer/Electric	PO BOX 4100, Farmington, NM 87499-4100
Farmington, City of	18003-71246 Meter # 088894314	Electric	PO BOX 4100, Farmington, NM 87499-4100
Hawaiian Telcom	104000724500010	Telephone	PO BOX 30770, Honolulu, HI 96820-0770
Hawaiian Telcom	200000000004664	Telephone	PO BOX 30770, Honolulu, HI 96820-0770
Hawaiian Telcom	200000000005128	Telephone	PO BOX 30770, Honolulu, HI 96820-0770
Hawaiian Telcom	200000000006746	Telephone	PO BOX 30770, Honolulu, HI 96820-0770
Hawaiian Telcom	200000000009793	Telephone	PO BOX 30770, Honolulu, HI 96820-0770

Utility Company	Account Number	Type of Service	Utility Company Address
Hawaiian Telcom	200000000011724	Telephone	PO BOX 30770, Honolulu, HI 96820-0770
Hawaiian Telcom	2000000000128398	Telephone	PO BOX 30770, Honolulu, HI 96820-0770
Ista, North America	001-511-4012-08	Water/Sewer	PO BOX 650596, Dallas, TX 75265-0596
Ista, North America	001-511-4020-09	Water/Sewer	PO BOX 650596, Dallas, TX 75265-0596
Ista, North America	001-511-4740-04	Water/Sewer	PO BOX 650596, Dallas, TX 75265-0596
MCI	7DK34610	Telephone	27732 NETWORK PLACE, CHICAGO, IL 60673-1277
City of Mesa	592154-160734	Water/Sewer/Gas	PO BOX 1878, Mesa, AZ 85211-1878
City of Mesa	592154-160734	Water/Sewer/Gas	PO BOX 1878, Mesa, AZ 85211-1878
City of Mesa	592154-160734	Water/Sewer/Gas	PO BOX 1878, Mesa, AZ 85211-1878
City of Mesa	592154-160734	Water/Sewer/Gas	PO BOX 1878, Mesa, AZ 85211-1878
City of Mesa	592154-276511	Water/Sewer/Gas	PO BOX 1878, Mesa, AZ 85211-1878
City of Mesa	592154-276511	Water/Sewer/Gas	PO BOX 1878, Mesa, AZ 85211-1878
City of Mesa	592154-161529	Water/Sewer/Gas	PO BOX 1878, Mesa, AZ 85211-1878
City of Mesa	592154-161529	Water/Sewer/Gas	PO BOX 1878, Mesa, AZ 85211-1878
City of Mesa	592154-161529	Water/Sewer/Gas	PO BOX 1878, Mesa, AZ 85211-1878
City of Mesa	592154-161451	Water/Sewer/Gas	PO BOX 1878, Mesa, AZ 85211-1878
City of Mesa	592154-161451	Water/Sewer/Gas	PO BOX 1878, Mesa, AZ 85211-1878
Metropolitan WA. Apt. Auth.	MESA-200	Telephone	PO BOX 402816, Atlanta, GA 30353-2816
New Mexico Gas #22225	086663515-0890757-3 Meter # 6118372	Gas	PO BOX 27839, Albuquerque, NM 87152-7839
City of Phoenix	0-0933-0020-08	Water	PO BOX 29663, Phoenix, AZ 85038-9663
City of Phoenix	0-0936-0013-07	Water	PO BOX 29663, Phoenix, AZ 85038-9663
City of Phoenix	0-0936-0015-06	Water	PO BOX 29663, Phoenix, AZ 85038-9663
City of Phoenix	0-1036-0083-17	Water	PO BOX 29663, Phoenix, AZ 85038-9663
Piedmont Natural Gas	4001790933003 Meter # 102761	Gas	PO BOX 533500, Atlanta, GA 30353-3500
Piedmont Natural Gas	9002909601001 Meter # 788196	Gas	PO BOX 533500, Atlanta, GA 30353-3500
PSNC Energy	9-2100-7075-9901 Meter # 000493220	Electric	PO BOX 100256, Columbia, SC 29202-3256
Qwest	77329065	DS1 Local Loop Farmington/Phx	PO BOX 856169, Louisville, KY 40285
Qwest	14635 ARIZONA	Telephone	PO BOX 2348, Seattle, WA 98111-2348
Qwest	14635 COLORADO	Telephone	PO BOX 2348, Seattle, WA 98111-2348
Qwest	14635 NEW MEXICO	Telephone	PO BOX 2348, Seattle, WA 98111-2348
Qwest	480-D08-1059-059	Telephone	PO BOX 29080, Phoenix, AZ 85038-9080
Qwest	480-D08-1093-093	Telephone	PO BOX 29080, Phoenix, AZ 85038-9080

Utility Company	Account Number	Type of Service	Utility Company Address
Qwest	505-564-5909 458B	Telephone	PO Box 29040, Phoenix, AZ 85038-9040
Salt River Project	14649	Electric - water delivery	PO BOX 2950, Phoenix, AZ 85062-2950
Salt River Project	042-830-009 Meter # 5160	Electric / General Serv	PO BOX 2950, Phoenix, AZ 85062-2950
Salt River Project	142-730-008 Meter # 812772	Electric / General Serv	PO BOX 2950, Phoenix, AZ 85062-2950
Salt River Project	151-930-007 Meter # 1102342	Electric / General Serv	PO BOX 2950, Phoenix, AZ 85062-2950
Salt River Project	274-630-007 Meter # 2187	Electric / General Serv	PO BOX 2950, Phoenix, AZ 85062-2950
Salt River Project	374-630-007 Meter # 812804	Electric / General Serv	PO BOX 2950, Phoenix, AZ 85062-2950
Salt River Project	687-140-009 Meter # 1193650	Electric / General Serv	PO BOX 2950, Phoenix, AZ 85062-2950
Salt River Project	799-810-006	Electric / General Serv	PO BOX 2950, Phoenix, AZ 85062-2950
Salt River Project	803-040-008 Meter # 1012210	Electric / General Serv	PO BOX 2950, Phoenix, AZ 85062-2950
Salt River Project	905-930-009 Meter # 884654	Electric / General Serv	PO BOX 2950, Phoenix, AZ 85062-2950
Salt River Project	920-040-007 Meter # 1208663	Electric / General Serv	PO BOX 2950, Phoenix, AZ 85062-2950
SCE&G	0-2100-6116-5512 Meter # 000949814	Electric	PO BOX 100255, Columbia, SC 29202-3255
SCE&G	0-2100-7570-4604 Meter # 000963354	Electric/Gas	PO BOX 100255, Columbia, SC 29202-3255
Sprint	182712323	Access/Cellular/Messagin g	PO BOX 4181, Carol Stream, IL 60197-4181
SPRINT/NEXTEL COMM	515655364	Access/Cellular/Messagin g	PO BOX 4181, Carol Stream, IL 60197-4181
Tempe, City of	105307-00225507	Commercial Refuse	PO BOX 29617, Phoenix, AZ 85038-9617
Ute Water Conservancy	3.23733.10	Water	PO BOX 460, Grand Junction, CO 81502
Verizon	000932501130 37Y (703) 661-6690	Telephone/high speed internet	PO BOX 660720, Dallas, TX 75266-0720
Verizon	01 1728 1164501968 08 (805) 683-2868	Telephone	PO BOX 9688, Misson Hills, CA 91346-9688
Verizon	319813775-00001	Telephone	PO BOX 660108, Dallas, TX 75266-0108
Verizon Business	91967681	Telephone	PO BOX 382040, Pittsburgh, PA 15251-8040
Washington Gas	3822375246 Meter #P08785	Gas	PO BOX 37747, Philadelphia, PA 19101-5047
Washington Gas	3822375899 Meter #P08782	Gas	PO BOX 37747, Philadelphia, PA 19101-5047
Washington Gas	3822379974 Meter #P07775	Gas	PO BOX 37747, Philadelphia, PA 19101-5047
Waste Management	007-0030144-0576-9	Waste	PO BOX 78251, Phoenix, AZ 85062-8251
Waste Management	571-0081314-1571-6	Waste	PO BOX 78251, Phoenix, AZ 85062-8251
Waste Management	093-0054341-0093-8	Waste	PO BOX 13648, Philadelphia, PA 19101-3648
Waste Management	571-0126644-1571-3	Waste	PO BOX 78251, Phoenix, AZ 85062-8251

Utility Company	Account Number	Type of Service	Utility Company Address
Waste Management (Carmel Marina Corp)	527-0050552-0527-1	Waste	PO BOX 78251, Phoenix, AZ 85062-8251
Williams Campus Housing	WILLIAMS CAMPUS HOUSING	Phone Service	5931 S. STERLING, Mesa, AZ 85212
Xcel Energy	53-3459443-9 Meter Elec # 0000AGJ17606	Gas	PO BOX 9477, Minneaplois, MN 55484-9477
Xcel Energy	53-3459443-9 Meter Elec # 0000W105645S	Electric	PO BOX 9477, Minneaplois, MN 55484-9477
Xcel Energy	53-3459443-9 Meter Elec # 0000W39939T	Electric	PO BOX 9477, Minneaplois, MN 55484-9477
Xcel Energy	53-3459443-9 Meter Gas # 0000C1251375	Gas	PO BOX 9477, Minneaplois, MN 55484-9477
City of Tempe	105307-00225507	Commercial Refuse	PO BOX 29617, Phoenix, AZ 85038-9617